

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

GENERAL MEDIA COMMUNICATIONS, INC.,

Plaintiff,

v.

FELT ENTERPRISES, INC.,

Defendant.

Civil Action No. 05-12433-NMG

CONSENT JUDGMENT

This action has come before the Court, and it has been represented to the Court that the parties, General Media Communications, Inc. ("GMCI") and Felt Enterprises, Inc. ("Felt Enterprises"), collectively "the Parties," have agreed to a compromise and settlement of this action and have entered into a Settlement Agreement dated January 30, 2006 ("the Settlement Agreement").

WHEREFORE, with the consent of the Parties, through their undersigned attorneys, and with the approval of this Court, it is hereby finally ORDERED, ADJUDGED, AND DECREED as follows:

1. The Court has jurisdiction over the Parties and the subject matter of this action.
2. GMCI owns valid, subsisting and enforceable registrations for: PENTHOUSE® for night club services and restaurant and bar services (U.S. Registration No. 3,007,070); THE PENTHOUSE CLUB® for restaurant, night club and bar services (U.S. Registration No. 2,810,417); PENTHOUSE MENS CLUB® for restaurant, night club and bar services (U.S.

Registration No. 2,450,888); and PENTHOUSE® for promoting the goods and services of others through advertising (U.S. Registration No. 1,064,636) (collectively, the "PENTHOUSE Marks").

3. Each Party has agreed to and shall abide by the terms and conditions set forth in the Settlement Agreement.


4. The Court shall retain jurisdiction to enforce the terms of this Consent Judgment and the Settlement Agreement between the Parties concerning this action.

5. This Consent Judgment is and shall be binding upon the Parties hereto and upon their successors and assigns.

6. This action is dismissed with prejudice.

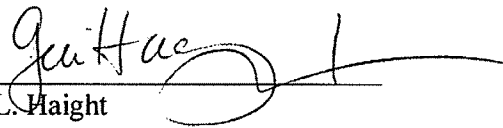
DATED AT BOSTON, MASSACHUSETTS, THIS ____ DAY OF _____, 2006

By: _____
Judge Nathaniel M. Gorton
United States District Judge



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Attorney for Felt Enterprises, Inc.

Certificate of Service

I, Jeremy P. Occek, hereby certify that on January 31, 2006, I caused true and accurate copies of the attached Consent Judgment to be served by first-class mail and e-mail upon counsel for defendant Felt Enterprises, Inc. at the following address:

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